

Jean L. Kiddoo
Direct Phone: (202) 373-6034
Direct Fax: (202) 373-6001
jean.kiddoo@bingham.com
Our File No.: 4139950003

April 19, 2007

Via Hand Delivery

Bingham McCutchen LLP

2020 K Street NW
Washington, DC
20006-1806

202.373.6000

202.373.6001 fax

bingham.com

Boston

Hartford

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Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: File No. ITC-ASG-20070326-00123: Application of Mpower Communications Corp., Assignor, and McLeodUSA Telecommunications Services, Inc., Assignee, For Grant of Authority Pursuant to Section 214 of the Communications Act of 1934 and Sections 63.04 and 63.24 of the Commission's Rules to Complete an Assignment of Assets Between Domestic and International Communications Common Carriers.

Dear Ms. Dortch:

On behalf of Mpower Communications Corp. ("Mpower"), assignor, and McLeodUSA Telecommunications Services, Inc. ("McLeodUSA"), assignee, enclosed for filing is a supplement to the above-referenced application filed on March 26, 2007, and assigned File No. ITC-ASG-20070326-00123 by the International Bureau. Applicants amend Item 4 of the International Bureau Filing System ("IBFS") electronic form and Sections I.A, III and V(b) of the attachment as follows:

IBFS Electronic Form Item 4:

Delete the reference to File No. ITC-214-19980508-00305.

Attachment Section I.A:

Delete the reference to File No. ITC-214-19980508-00305 (ITC-T/C-20040721-00320).

Attachment Section III:

Revise the section to read: *Pursuant to an asset purchase agreement dated March 23, 2007, Mpower proposes to assign its customers and related assets in the Chicago, Illinois market to McLeodUSA, subject to the receipt of all required regulatory approvals, including the consent of the Commission. Upon completion of the transaction, both Mpower and McLeodUSA will continue to serve their other pre-existing customers pursuant to their respective current Section 214 authorizations, and McLeodUSA will serve the new*

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customers that it acquires from Mpower pursuant to McLeodUSA's current Section 214 authorizations. All of the customers that McLeodUSA acquires from Mpower will receive notice in compliance with the Commission's rules.'

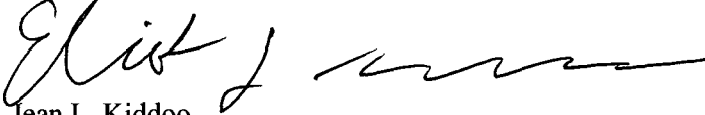
Section V(d):

Delete the reference to File No. ITC-214-19980508-00305 (ITC-T/C-20040721-00320).

Binyham McCutchen LLP
bingham.com

Should there be any questions regarding this supplement, please do not hesitate to contact the undersigned.

Very truly yours,



Jean L. Kiddoo
Eliot J. Greenwald

Attachments

Cc (by e-mail): Sumita Mukhoty
Gail Cohen
William **H.** Courter, Esq.
Erich **E.** Everbach, Esq.

¹ On *April* 3, 2007, the Applicants *filed* the required certification of compliance with Section 64.1120(e) of the rules under separate cover.